

**UNITED STATES DISTRICT COURT  
DISTRICT OF VERMONT**

SARAH E. CUMMINGS, on behalf of herself )  
and all others similarly situated, )

Plaintiff, )

v. )

Docket No. 1:12-cv-93

TEACHERS INSURANCE AND ANNUITY )  
ASSOCIATION OF AMERICA – COLLEGE )  
RETIREMENT AND EQUITIES FUND )  
(TIAA-CREF), COLLEGE RETIREMENT )  
AND EQUITIES FUND (CREF), TEACHERS )  
INSURANCE AND ANNUITY )  
ASSOCIATION OF AMERICA (TIAA), )  
TIAA-CREF INVESTMENT )  
MANAGEMENT, LLC (TCIM), TEACHERS )  
ADVISORS, INC. (TAI), AND TIAA-CREF )  
INDIVIDUAL AND INSTITUTIONAL )  
SERVICES, LLC, )

Defendants. )

**DEFENDANTS’ NOTICE OF MOTION AND MOTION  
FOR JUDGMENT ON THE PLEADINGS**

Defendants Teachers Insurance and Annuity Association of America – College Retirement Equities Fund (TIAA-CREF), College Retirement Equities Fund (CREF), Teachers Insurance and Annuity Association of America (TIAA), TIAA-CREF Investment Management, LLC (TCIM), Teachers Advisors, Inc. (TAI), and TIAA-CREF Individual and Institutional Services, LLC (TC Services) hereby move the Court, pursuant to Rule 12(c) of the Federal Rules of Civil Procedure,

for judgment on the pleadings dismissing the Third Amended Complaint in this action (the “Complaint”) on the ground that it fails to state a claim for relief.

Dated: November 2, 2015

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**CERTIFICATE OF SERVICE**

I, Iya Megre, certify that on November 2, 2015, I served a copy of Defendants' Notice of Motion and Motion for Judgment on the Pleadings, Memorandum of Law in Support of Defendants' Motion for Judgment on the Pleadings, and Declaration of David Berman in Support of Defendants' Motion for Judgment on the Pleadings upon the following counsel of record via ECF:

Howard Shapiro, Esq. at howshapiro@proskauer.com	Kenneth Hartmann, Esq. at krh@kttlaw.com	Norman C. Williams, Esq. at nwilliams@gravelshea.com
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The documents have been filed electronically and are available for viewing and downloading from the ECF system.

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